

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF RHODE ISLAND

CITY OF ROSEVILLE EMPLOYEES'
RETIREMENT SYSTEM, on Behalf of Itself and All
Others Similarly Situated,

Plaintiff,

v.

TEXTRON INC., et al.

Defendants.

Civil Action No. 09-cv-00367

CLASS ACTION

**DECLARATION OF BRIAN M. LUTZ IN SUPPORT OF DEFENDANTS'
MOTION TO DISMISS THE CONSOLIDATED CLASS ACTION COMPLAINT**

I, Brian M. Lutz, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am an associate with the law firm Gibson, Dunn & Crutcher LLP, counsel for Defendants in this action. I submit this declaration in support of Defendants' Motion to Dismiss the Consolidated Class Action Complaint.
2. Attached hereto as Exhibit 1 is a true and correct excerpt from Textron Inc.'s ("Textron") Form 10-K, dated February 25, 2010.
3. Attached hereto as Exhibit 2 is a true and correct excerpt from Textron's Form 10-K, dated February 26, 2009.
4. Attached hereto as Exhibit 3 is a true and correct excerpt from Textron's Form 10-K, dated February 20, 2008.
5. Attached hereto as Exhibit 4 is a true and correct copy of a Textron Press Release, dated Sept. 23, 2009.

6. Attached hereto as Exhibit 5 is a true and correct copy of the Textron Earnings Call transcript dated July 19, 2007.

7. Attached hereto as Exhibit 6 is a true and correct copy of a Textron Press Release, dated July 19, 2007.

8. Attached hereto as Exhibit 7 is a true and correct excerpt from Textron's Form 10-Q, dated July 27, 2007.

9. Attached hereto as Exhibit 8 is a true and correct copy of the Textron Earnings Call transcript, dated October 18, 2007.

10. Attached hereto as Exhibit 9 is a true and correct copy of a Textron Press Release, dated October 18, 2007.

11. Attached hereto as Exhibit 10 is a true and correct excerpt from Textron's Form 10-Q, dated October 29, 2007.

12. Attached hereto as Exhibit 11 is a true and correct copy of the Textron Earnings Call transcript, dated January 24, 2008.

13. Attached hereto as Exhibit 12 is a true and correct copy of a Textron Press Release, dated January 24, 2008.

14. Attached hereto as Exhibit 13 is a true and correct copy of the Textron Earnings Call transcript, dated April 17, 2008.

15. Attached hereto as Exhibit 14 is a true and correct copy of a Textron Press Release, dated April 17, 2008.

16. Attached hereto as Exhibit 15 is a true and correct excerpt from Textron's Form 10-Q, dated April 25, 2008.

17. Attached hereto as Exhibit 16 is a true and correct copy of the Textron Earnings Call transcript, dated July 17, 2008.

18. Attached hereto as Exhibit 17 is a true and correct copy of a Textron Press Release, dated July 17, 2008.

19. Attached hereto as Exhibit 18 is a true and correct excerpt from Textron's Form 10-Q, dated July 25, 2008.

20. Attached hereto as Exhibit 19 is a true and correct copy of the Textron Earnings Call transcript, dated October 16, 2008.

21. Attached hereto as Exhibit 20 is a true and correct copy of a Textron Press Release, dated November 4, 2008.

22. Attached hereto as Exhibit 21 is a true and correct excerpt from Textron's Form 10-Q, dated October 29, 2008.

23. Attached hereto as Exhibit 22 is a true and correct copy of a Textron Press Release, dated December 22, 2008.

24. Attached hereto as Exhibit 23 is a true and correct copy of the Textron Earnings Call transcript, dated January 29, 2009.

25. Attached hereto as Exhibit 24 is a true and correct copy of a Textron Press Release, dated January 29, 2009.

26. Attached hereto as Exhibit 25 is a true and correct excerpt from Textron Financial Corporation's ("TFC") Form 10-K, dated February 20, 2008.

27. Attached hereto as Exhibit 26 is a true and correct excerpt from TFC's Form 10-K, dated February 26, 2009.

28. Attached hereto as Exhibit 27 is a true and correct copy of the TFC analyst call transcript, dated August 6, 2008.

29. Attached hereto as Exhibit 28 is a true and correct copy of a Textron Press Release, dated June 13, 2008.

30. Attached hereto as Exhibit 29 is a true and correct excerpt from TFC's Form 10-K, dated February 21, 2007.

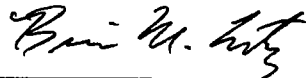
31. Attached hereto as Exhibit 30 is a true and correct excerpt from TFC's Form 10-Q, dated April 25, 2008.

32. Attached hereto as Exhibit 31 is a true and correct excerpt from TFC's Form 10-Q, dated July 25, 2008.

33. Attached hereto as Exhibit 32 is a true and correct excerpt from TFC's Form 10-Q, dated October 29, 2008.

34. Attached hereto as Exhibit 33 is a true and correct copy of Textron's Form 4, dated May 14, 2008.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th day of April, 2010, at New York, NY.



Brian M. Lutz